

EXHIBIT C

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
	:
MOTORS LIQUIDATION COMPANY, <i>et al.</i>,	:
f/k/a General Motors Corp., <i>et al.</i>	:
	:
Debtors.	:
	:
-----X	

Chapter 11 Case No.
09-50026 (REG)
(Jointly Administered)

**ORDER GRANTING MOTION OF THE MOTORS LIQUIDATION COMPANY
AVOIDANCE ACTION TRUST, BY AND THROUGH WILMINGTON TRUST
COMPANY ACTING SOLELY IN ITS CAPACITY AS AVOIDANCE ACTION
TRUST ADMINISTRATOR, FOR APPROVAL OF APPOINTMENT OF
SUCCESSOR AVOIDANCE ACTION TRUST MONITOR**

Upon the Motion, dated May 27, 2015 (the “**Motion**”), of the Motors Liquidation Company Avoidance Action Trust (the “**Avoidance Action Trust**”), by and through Wilmington Trust Company acting solely in its capacity as Avoidance Action Trust Administrator, seeking entry of an order approving the appointment of Arthur J. Gonzalez, Esq., as Avoidance Action Trust Monitor, all as more fully set forth in the Motion, and due and proper notice of the Motion having been provided, and upon this Court having jurisdiction to consider the relief requested in the Motion pursuant to 28 U.S.C. §§ 157(a) and 1334(b), Article XI of the Plan, and Section 11.2 of the May 11, 2012 Amended and Restated Motors Liquidation Company Avoidance Action Trust Agreement [Docket No. 11704-1], and venue of the Motion before this Court being proper pursuant to 28 U.S.C. §§ 1408 and 1409, and a hearing (the “**Hearing**”) having been held with respect to the Motion on June 23, 2015, and upon the record of the Hearing, the Court having found and determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein, and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the Motion is GRANTED as set forth herein; and it is further

ORDERED that the appointment of Arthur J. Gonzalez, Esq., as Trust Monitor of the Avoidance Action Trust is hereby approved.

Dated: _____, 2015
New York, New York

United States Bankruptcy Judge